

EXHIBIT 193

From: Brian Mullaney [brian@wonderwork.org]
Sent: Monday, December 21, 2015 6:33 PM
To: Hana Fuchs
Subject: Re: contract

Thx

I don't need to see – just make sure it is clean and all the changes were accepted.

I can sign when we get it back.

Yes, include note saying Greg approved the changes as JJ saw in the email and said it was okay to sign.

Please sign and return.

Confirm bonus whenever you like separately per email. \$200 – not \$250.

Thanks

B.

Brian Mullaney
Co-Founder/CEO

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420 Fifth Avenue, 27th Floor
New York, NY 10018
tel: 212.729.1855
cell: 917.902.7550
email: brian@wonderwork.org
www.WonderWork.org

[Watch two blind sisters see their mom for the first time!](#)

More than 6,500,000 people have watched this heart-warming video so far. It was the #1 watched video on the National Geographic website for 2014.



TIME magazine named WonderWork "One of 10 Ideas That Can Change The World."

From: Hana Fuchs
Date: Monday, December 21, 2015 at 6:31 PM
To: brian mullaney
Subject: RE: contract

Would you like to see final first?

Do you sign before I send to JJ?

Would you like me to attach a note on it?

Will confirm bonus in e-mail to J.J. before or after I send contract?

Will also go over deferred comp tomorrow.

Thanks, Hana

From: Brian Mullaney

Sent: Monday, December 21, 2015 6:08 PM

To: Hana Fuchs

Subject: FW: contract

Please see Greg's sign off on this contract.

This is confidential.

Please fedex two clean copies to JJ in Florida with a return Fedex envelope for his convenience. I will sig both copies – one for you and one for me.

Also, the board gave me a \$200,000 bonus in June – you can confirm with JJ. Please add to my temp deferred pay and let me know where I stand. I may take some \$ in January.

Thanks,

B.

Brian
Mullaney
Co-Founder/CEO

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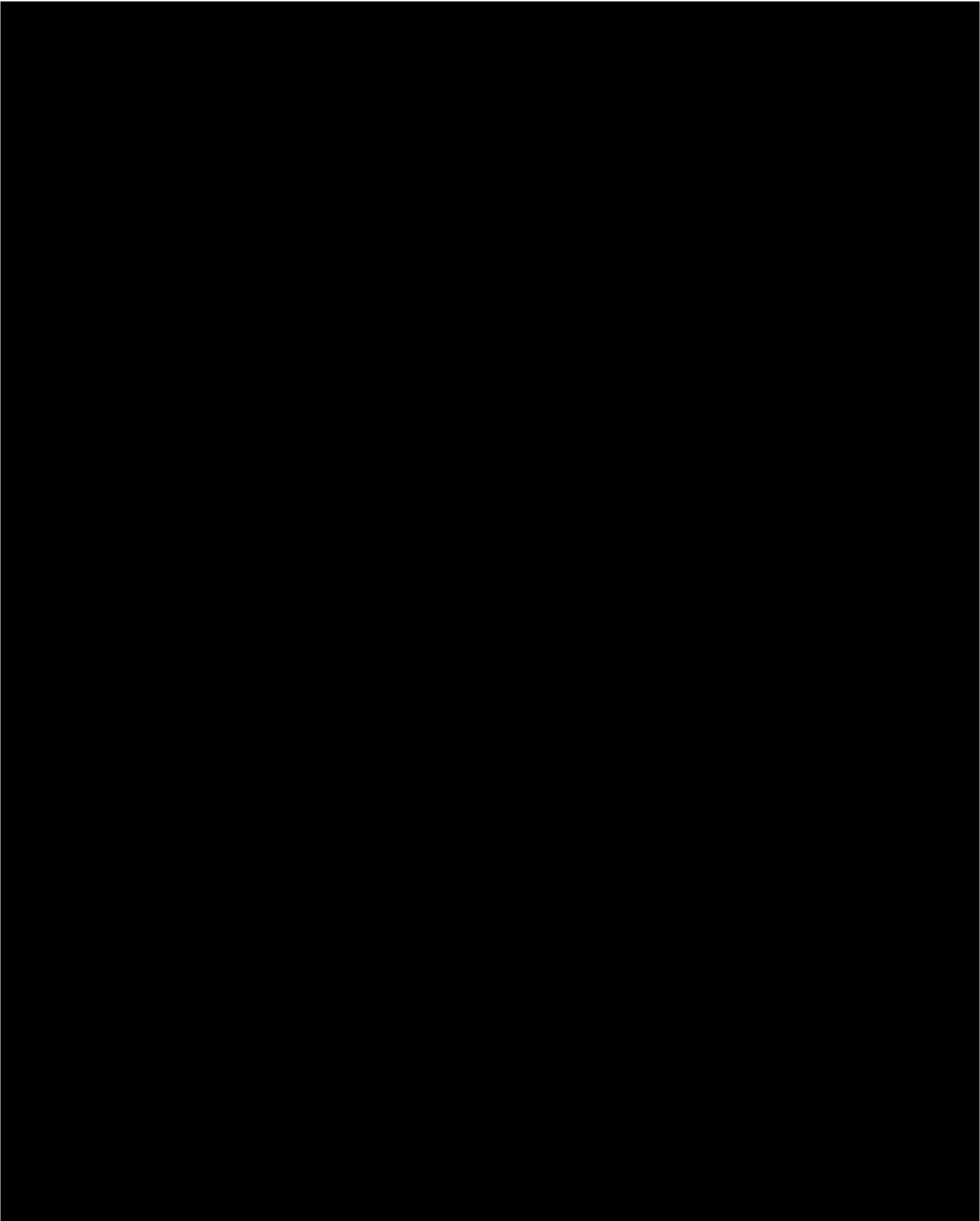
From: "greglam@cckc-law.com"

Date: Monday, December 21, 2015 at 4:52 PM

To: brian mullaney

Cc: John Coneys

Subject: RE: contract





Brian Mullaney
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EXHIBIT 194

From: Brian Mullaney [brian@wonderwork.org]
Sent: Friday, June 22, 2012 1:58 PM
To: Hana Fuchs
Subject: Re: board meeting

Thanks.

Brian Mullaney
Co-Founder/CEO
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420 Fifth Avenue, 27th Floor
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TIME magazine named WonderWork "One of 10 Ideas That Can Change The World."

From: Hana Fuchs <hana@wonderwork.org>
Date: Friday, June 22, 2012 11:20 AM
To: brian mullaney <brian@wonderwork.org>
Subject: RE: board meeting

Thanks. Should be In your account on Monday.
H

From: Brian Mullaney
Sent: Friday, June 22, 2012 11:10 AM
To: Hana Fuchs
Subject: Re: board meeting

Adp can do it. Thanks. .b

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TIME magazine named WonderWork "One of 10 Ideas That Can Change The World."

From: Hana Fuchs <hana@wonderwork.org>
Date: Friday, June 22, 2012 11:06 AM
To: brian mullaney <brian@wonderwork.org>
Subject: RE: board meeting

Any special tax deductions or should I just let ADP calculate?
Thanks H

From: Brian Mullaney
Sent: Friday, June 22, 2012 10:24 AM
To: Hana Fuchs
Subject: Re: board meeting

Thanks.

Yes they were very impressed with the board policies/package etc but need time to review and will submit comments at a later time.

Metting was a home run.

B.

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From: Hana Fuchs <hana@wonderwork.org>
Date: Friday, June 22, 2012 10:22 AM
To: Brian Mullaney <brian@wonderwork.org>
Subject: RE: board meeting

Thanks for the update- I will take care of yours today and let you know when it's processed.
Karen will be at \$135k beginning July 1. (75% of \$180k paycheck dated July 15th)

Glad to hear that the meeting went well.

Did they have any comments on the Policy Manual?
Are they planning on sending in or e-mailing in signed policies?

Thank would be great.

Regards, Hana

From: Brian Mullaney
Sent: Friday, June 22, 2012 10:11 AM
To: Hana Fuchs
Subject: board meeting

Hi Hana,

Board approved everything.

You can go ahead and pay me for the year.

Also, please adjust Karen's salary to 75% of her smile train level effective July 1.

Thanks

B.

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TIME magazine called us one of "10 Ideas That Can Change The World."

EXHIBIT 195

From: Brian Mullaney [brian@surgery4thepoor.org]
Sent: Thursday, June 21, 2012 11:58 AM
To: Ravi Kant; Ted Dysart
Subject: WonderWork budget detail and confidential payroll information
Attachments: WW.FY12-17 projections.xlsx; WW Payroll vs ST.xlsx

Gentlemen,

I wanted to make sure you have the detail info behind the budget in our board presentation as well as our current payroll information for our meeting tomorrow.

The payroll will show that the Smile Train folks are all working for substantially less than they were making at Smile Train.

When we can afford it, I would like to get everyone back to their former salary levels. That probably won't be for another year or so.

Anyhow, take a look and we can discuss anything you like tomorrow morning during our call.

Thanks,

Brian

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TIME magazine named Surgery For The Poor one of "10 Ideas That Can Change The World"

EXHIBIT 196

From: Hana Fuchs
Sent: Tuesday, August 28, 2012 10:46 AM
To: Brian Mullaney
Subject: RE: my pay

Hi Brian,

You are currently up to \$416,666 for the calendar year. September's pay will put you at \$456,249 and Oct will put you over the top.

The camera cost \$3,499.99 purchased 5/9/12 from K&M Tribeca. I can either deduct it from your net pay in Sept- or I could deduct it from the 2 trips that WW owes you- Seattle and Zurich.

Let me know.

Thanks, Hana

From: Brian Mullaney
Sent: Tuesday, August 28, 2012 10:18 AM
To: Hana Fuchs
Subject: my pay

Hi Hana,

I do not want my pay to exceed the approved \$475,000 annual pay amount that the board approved for this calendar year so please stop paying me when I hit this number and accrue it. I can take it next year.

Also, WonderWork bought a camera for me to take on trips but I want to cover the cost out of my pay. It was around \$3,500 so please deduct that amount from my pay.

Any questions or concerns feel free to drop by.

Thanks,

Brian

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EXHIBIT 197

From: Brian Mullaney [brian@wonderwork.org]
Sent: Thursday, December 22, 2016 9:32 AM
To: Hana Fuchs
Subject: My pay

Hi Hana,

I would like to receive all the compensation I am owed by WonderWork with the January 15th employee payroll.

This assume it is approved by our lawyers of course.

I need to show him that I do not receive monthly paychecks like everyone else, but get paid once a year.

Can you please send me the most recent yearly payments I have received? dates and amounts? One for 2016, one for 2015, and 2014 too?

I may need JJ to hep approve this since he is aware of this and chair of our audit committee.

Also, I need to figure out what time period this next payment represents. Does this make sense?

\$625,000 remaining plus roughly \$200,000 of income that I gave back over 2016 alone totals \$825,000 in come not received.

If my annual comp – received and not received - totals \$750,000, then \$825,000 would represent one year (\$750) plus \$125 (.16% of a year.) which would equal = one year and 2 months.

Does this make sense?

Thus, I have not received any pay since October, 2015.

Let me know if this makes sense to you and I will speak to our lawyers and see what the best way to handle this is.

Thanks,

Brian

Brian Mullaney
Co-Founder/CEO

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EXHIBIT 198

From: Brian Mullaney [brian@wonderwork.org]
Sent: Wednesday, October 19, 2016 6:08 PM
To: Hana Fuchs
Subject: Re: Budget for Bangladesh

Yes, thank you. b

Brian Mullaney
Co-Founder/CEO

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From: Hana Fuchs <hana@wonderwork.org>
Date: Wednesday, October 19, 2016 at 5:42 PM
To: Brian Mullaney <brian@wonderwork.org>
Subject: RE: Budget for Bangladesh

Sure – also
\$15,000 out of my pay each year and apply it towards our healthcare costs which will help reduce it
Per your e-mail on 9/28/16
Thanks Hana

From: Brian Mullaney
Sent: Wednesday, October 19, 2016 5:36 PM
To: DeLois Greenwood; Hana Fuchs
Subject: Re: Budget for Bangladesh

Thanks.
Hana, please deduct \$25,000 from my pay to cover all of my expenses and cricket and [REDACTED]
That reduces the total cost to charity to \$20,000.
Thanks
b

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From: DeLois Greenwood <delois@wonderwork.org>

Date: Wednesday, October 19, 2016 at 5:31 PM

To: Brian Mullaney <brian@wonderwork.org>, Hana Fuchs <hana@wonderwork.org>

Subject: Budget for Bangladesh

Brian for your review - Trip budget
We discuss.

DG

EXHIBIT 199

From: Brian Mullaney [brian@wonderwork.org]
Sent: Thursday, June 08, 2017 5:45 PM
To: Karen Lazarus; Hana Fuchs
Subject: Expense account

Hi,

Hertz accidentally changed corporate card not my personal card for xmas 2016 car rentl, expenses account says deduct from pay, but this is not a legitimate business expense so it should be deducted from monies owed to me instead please.

Leigitmate business expenses can be deducted from pay but personal expenses accidentally charged to wrong credit card need to be paid for 100% in cash by me – not by pay deduction.

Any questions let's discuss next week!

Thanks

b

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so far. It was the #1 watched video
on the National Geographic website
for more than a year! Viewers from more
than 90 countries have sent donations.



WonderWork Debtor In Possession TIME magazine named WonderWork "One of 10 Ideas That Can Change The World."

EXHIBIT 200

From: Brian Mullaney [brian@wonderwork.org]
Sent: Wednesday, November 21, 2012 12:26 PM
To: Hana Fuchs; Karen Lazarus
Subject: UK trip

Hi,

I got a larger hotel room than usual when I went to London so please figure out what the additional expense was over the typical room I get when I go to London and Hana please deduct that amount it from my pay. Please let me know what you decide.

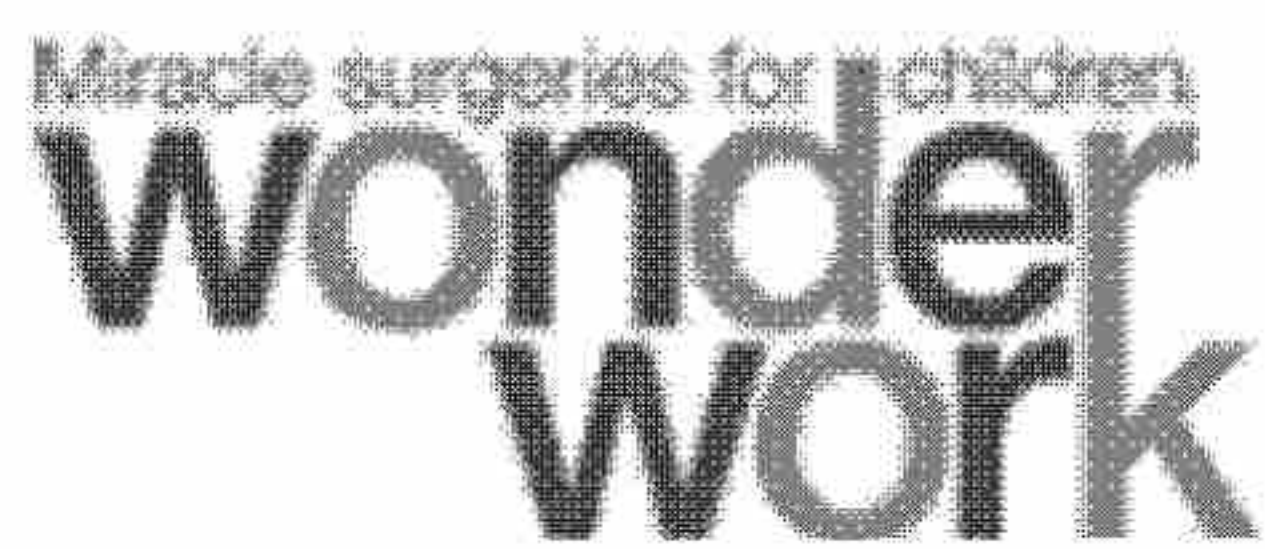
I put most of my meals on my persona credit card s figure out what my per diem is too when you get a chance. Need to figure out other trips too – Nepal, Africa, etc.

Also, Karen, please reserve me a room in the same hotel for my december trip to Uk.

Thanks.

B.

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EXHIBIT 201

From: Brian Mullaney [brian@wonderwork.org]

Sent: Thursday, July 25, 2013 12:27 PM

To: Karen Lazarus; Hana Fuchs

Subject: [REDACTED] bills

Attachments: White Barn Inn Receipt - Green Suite; Folio Request charset="utf-8"

Hi,

Please add up all the bills for [REDACTED] visit and let me see. I am planning on deducting 100% of it from my pay so we don;t use any donations for it.

Thanks

B.

Brian Mullaney

Co-Founder/CEO

WonderWork

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tel: 212.729.1855

cell: 917.902.7550

email: brian@wonderwork.org

www.WonderWork.org

EXHIBIT 202

From: Brian Mullaney [brian@wonderwork.org]
Sent: Thursday, September 19, 2013 9:17 AM
To: [REDACTED]
Subject: Re: Our Trip to Main: Sharing Expenses

[REDACTED]

Good to hear from you!

I'd be happy to send you a statement but Cricket and I have already personally paid for this trip – no money from WonderWork was used. Cricket and I would like it to be our treat for our good friends if you don't mind. You can treat us in Switzerland sometime. Please let me know if that is okay.

We fly to India tonight for an incredible experience. 1,0000 blind children and adults are coming to one of our partner's blindness camps Sunday including children born blind. We are going to watch them get their eyesight back. I will send you some photos.

Everything is going very well - but we are very, very busy.

I am looking forward to coming to Zurich to give you a full report. I think you and your Foundation Board will be pleased.

How are you doing? I see that CA is up in the 30s now and up 44% over past 5 years. Congratulations. Your loyalty paid off!

Delois and I would very much like to take you and [REDACTED] to Africa sometime in 2014 – please let me know if that is something we can start planning.

Hope to see you soon and as always, thank you for your very generous support.

All the best,

Brian

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www.WonderWork.org

From: [REDACTED]
Date: Thursday, September 19, 2013 2:33 AM
To: brian mullaney <brian@wonderwork.org>
Subject: Our Trip to Main: Sharing Expenses

Hi Brian,

Hope everything is fine with you, Cricket and the children!

I just wanted to make sure that you didn't forget our request to share all expenses of our trip (hotel, boat, meals...).

So please do not hesitate to provide your statement and wiring instructions.

Best

[REDACTED]

EXHIBIT 204

REDACTED

EXHIBIT 205

Expense	Detail	Date	Notes
\$4,458	Castle Hill Inn	04/07/15	Mullaney Accommodations
\$4,458	Castle Hill Inn	04/07/15	██████ Accommodations
\$443	Castle Hill Inn	07/24/15	Dinner at Castle Hill
\$1,050	Sightsailing	05/28/15	Sailing Charter
\$507	Clarke Cooke House	07/22/15	Dinner at Clarke Cooke House
\$132	Newport Mansions	07/22/15	Newport Mansions tour
\$403	Black Pearl	07/23/15	Black Pearl Dinner
\$11,451			
\$5,725	██████ share		
\$5,725	Mullaney share		

EXHIBIT 206

REDACTED

EXHIBIT 207

Hana Fuchs

From: Hana Fuchs
Sent: Thursday, September 08, 2016 12:30 PM
To: Brian Mullaney
Subject: RE: Expenses for Nantucket - just confirming this amount to be deducted

Expense	Detail	Date	Notes
\$ 2,927	Cliffside Beach Club	01/22/16	Mullaney Accommodations
\$ 3,519	Cliffside Beach Club	01/22/16	████████ Accommodations
\$ 716	Cape Air	07/14/16	Mullaney Flight
\$ 593	Galley Restaurant	07/25/16	Galley Restaurant Dinner
\$ 451	Cru Oyster Bar	07/26/16	Cru Restaurant Dinner
\$ 572	Galley Restaurant	07/27/16	Galley Restaurant Dinner
\$ 1,671	Hertz	07/28/16	Car Rental
\$ 500	Nantucket Historical Association	07/26/16	Walking Tour
\$ 1,200	Endeavor Sailing	07/27/16	Sailing Excursion
\$ 200	Gratuities	07/28/16	Gratuities
\$ 75	Restaurant	07/28/16	Lunch
\$ 12,423			

From: Hana Fuchs
Sent: Thursday, September 08, 2016 10:10 AM
To: Brian Mullaney
Cc: Karen Lazarus
Subject: RE: Expenses for Nantucket

Sure-
Thanks H

From: Brian Mullaney
Sent: Wednesday, September 07, 2016 4:20 PM
To: Karen Lazarus
Cc: Hana Fuchs
Subject: Re: Expenses for Nantucket

Thanks.
Hana, please deduct all my expenses from my pay.
Thanks.

b

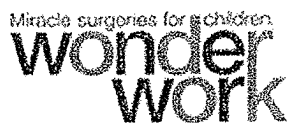
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From: Karen Lazarus <karen@wonderwork.org>

Date: Tuesday, August 23, 2016 at 1:27 PM

To: brian mullaney <brian@wonderwork.org>

Cc: Hana Fuchs <hana@wonderwork.org>

Subject: Expenses for Nantucket

I believe this is comprehensive. Let me know if you need anything else.

EXHIBIT 208

REDACTED

EXHIBIT 209

Expense	Detail	Date	Notes
\$ 2,927	Cliffside Beach Club	01/22/16	Mullaney Accommodations
\$ 3,519	Cliffside Beach Club	01/22/16	██████ Accommodations
\$ 593	Galley Restaurant	07/25/16	Galley Restaurant Dinner
\$ 451	Cru Oyster Bar	07/26/16	Cru Restaurant Dinner
\$ 572	Galley Restaurant	07/27/16	Galley Restaurant Dinner
\$ 1,671	Hertz	07/28/16	Car Rental
\$ 500	Nantucket Historical Association	07/26/16	Walking Tour
\$ 1,200	Endeavor Sailing	07/27/16	Sailing Excursion
\$ 11,432			

EXHIBIT 210

From: Brian Mullaney [brian@wonderwork.org]

Sent: Monday, April 08, 2013 10:34 AM

To: Ted Dysart; Ravi Kant; John Coneys

Subject: important personal update

Gentlemen,

I have a personal issue I had wanted to discuss at our June Board meeting but it can't wait till then.

One of the biggest challenges I have faced with WonderWork is my personal schedule and travel obligations. As you know, I have been traveling quite frequently both domestically and internationally with 3 trips to India over the past 14 months, 1 trip to Africa, 3 trips to Europe and a dozens of trips around the U.S.

Combine this with a very lengthy commute from my Connecticut home to our New York office of 3.5 hours *every day, 17.5 hours a week*, and the fact that we are a small, understaffed start-up and you can understand why there is little time left for my family and kids. My kids are still young, 9.11 and 12 years old so it is important to me to spend much more time with them than have over the past two years.

I have been trying to figure out how to solve this situation for the past six months as it is unsustainable. I have accepted the fact that the travel part of my job is too important to try and change. To build our programs and our fundraising revenues, I simply have to take these long trips every couple of months. So instead, I have been focusing on how to change my commute. 3.5 hours a day, 100+ miles a day, is a "mega-commute". It not only cuts into my work hours it is an exhausting energy and emotional drain too.

My proposal is to trade my 17.5 hour a week daily commute for a 8-hour a week commute by moving to Boston.

My plan is to take the Acela train down to Penn Station New York once a week (4 hours), which is 3 blocks from our offices, work 2, 3 or 4 long days in the office, stay in a fairly inexpensive room at The Harvard Club, and then commute back to Boston. Any days I am not in New York I will work in my home office. I am very confident that I can manage our staff and our office while living in Boston because I actually did this for a year at Smile Train when I lived out in the Hamptons full time, after 9/11. In addition, many of our other senior WonderWork managers are currently living in other states. Delois Greenwood lives in Atlanta and spends two weeks a moth in our offices, Mike Schell lives in Florida, Michele Sinesky lives in North Carolina, etc.

If for any reason my proposal doesn't work as well as I anticipate, we will still have a few other options to discuss: I could hire a COO, we could move our headquarters to Boston, I could move back to New York. etc.

I want you to all know that this doesn't reflect any reduction in my commitment to WonderWork, it is solely my desire to fulfill my obligations as a dad and a husband. Helping hundreds of thousands of kids in developing countries won't do me much good if I neglect my own.

Please let me know your thoughts and any concerns you might have and we can of course discuss this further in June. Assuming our board likes my idea, I will need to move in time for when the schools open next Fall.

Thanks,

Brian

P.S. Had a long conference call with [REDACTED] with his financial advisor Thursday night with our "impact loan expert" lawyer. It went very well, they had a few requests with the term sheet and asked for some small changes but nothing big. I think it net very, very well and I am optimistic we will get this deal signed within 2 weeks or so. The schedule is for us to receive the entire \$7.5 million

over 8 months with \$2.5 million coming in upon signing. As you know, this will effectively double our working capital and give us some well-deserve relief from the financial pressure we have been under for the past two years.

P.S.S. [REDACTED]

[REDACTED]

Brian Mullaney

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EXHIBIT 212

From: Steven Levitt [slevitt@uchicago.edu]
Sent: Wednesday, May 27, 2015 4:17 PM
To: Brian Mullaney
Subject: Re: [REDACTED]

Brian,

I would love to, but unfortunately I've either got the kids, I'm in Europe, or in Costa Rica with the kids. But keep him interested, and I'm in Princeton all year with tons of chances to get together September/October.

Steve

Sent from my iPhone

On May 27, 2015, at 8:29 PM, "Brian Mullaney" <brian@wonderwork.org> wrote:

Hi Steve,

This guy [REDACTED] is a billionaire and I hate to lose this chance to meet him. When you come back in August he will be away for the summer with everyone else.

Any way I can lure you back to New York in June for a meeting with him that could lead to a large donation?

I can set us up for a round at Winged Foot, Stanwich, Bethpage Black...

I can get you a luxury suite at 5 star hotel [REDACTED] - one of our sponsors!

I will take you and your girlfriend out for a fantastic dinner at famous The Four Seasons (where we had lunch.)

Let me know, I have a feeling that if we meet this guy it could turn into something big.

B.

Brian Mullaney
Co-Founder/CEO

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<2F5A9E35-4EF5-4412-BCC3-947F8754FA19[51].png>

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EXHIBIT 213

McDonough, Theodore Y.

From: John Coneys <jjconeys@gmail.com>
Sent: Thursday, August 24, 2017 6:53 AM
To: McDonough, Theodore Y.
Subject: Fwd: board meeting follow up CONFIDENTIAL

Ted,

This is the one I meant to send.

Thanks,

J. J.

----- Forwarded message -----

From: **John Coneys** <jjconeys@gmail.com>
Date: Thu, Oct 15, 2015 at 7:26 PM
Subject: Re: board meeting follow up CONFIDENTIAL
To: Ravi Kant <rkant644@gmail.com>
Cc: "Dysart, Ted" <tdysart@heidrick.com>

Ravi, Ted,

The reaction we received from Brian last week was essentially a repeat of the discussions that Ted and I had with him a couple of years ago when we raised the topic of his employment agreement and compensation with him. Very emotional and unwilling to accept criticism. I suppose most CEOs are. There are a number of concerning comments in his diatribe questioning our ability to fairly evaluate him and our understanding of the direct mail business. He may be right on the later but I think we were more than fair in our overall assessment of his performance and generous in granting him a \$200,000 bonus following a year when direct mail went off the rails. He obviously sees it differently.

He has proposed to have his bonus reduced to \$100,000 which I am in favor of doing. If he wants to continue the fiction of being awarded a \$250,000 bonus with a 'give back' of \$150,000 I think we should accept that. But we should be clear in the communications with him that he has agreed to this arrangement and that WW has no obligation to pay him the \$150,000. It has been his practice at both Smile Train and WW to earmark selected ST and WW spending for donor dinners, travel and other expenses as coming out of his bonus, which is the mechanism for his 'give back'. This is certainly an unorthodox approach but all of the earmarked expenses are proper business expenses of WW (and reported as such) and he is, in fact, forgoing receipt of what he would otherwise be entitled to receive as a cash bonus. Hana maintains a spreadsheet keeping track of expenses earmarked against his bonus. As of mid-summer the balance of his remaining unpaid bonus was approximately \$130,000. It may be below \$100,000 by now but the new bonus award 'give back' amount of \$150,000 will bring the balance back up. This unusual arrangement provides Brian with a form of psychic income which is clearly very important to him and the satisfaction of making a deemed contribution back to the organization. To my accounting mind this is a fiction with hypothetical income offset by a hypothetical donation back. He is not gaining a tax advantage and WW is properly reporting all expenses, including his compensation (which is actual cash paid).

In view of the above, it probably makes little sense for us to hold to the \$50,000 bonus reduction. The larger concern to me is that it appears from his email and his reaction to our review this year that he is not likely to ever accept a reduction in compensation and bonus based on our evaluation of his performance. This is troubling to me from a board governance perspective and an issue worthy of further discussion.

I am happy to prepare a response to Brian's email after receiving your reaction to my comments above.

Thanks and regards,

J. J.

On Wed, Oct 14, 2015 at 2:25 AM, Ravi Kant <rkant644@gmail.com> wrote:

It would be nice if JJ can put initial thoughts also taking in his one on one with him.

We do need to separate organisation and personal.

Some reference to me. Either I have not been able to communicate or he has misunderstood. Suggestion to get another person was to relieve him from spending a lot of time on operational matters so that he can spend more time on fund raising and in influencing external environment.

Best,

Ravi

Sent from my iPad

On 14-Oct-2015, at 2:03 AM, Dysart, Ted <tdysart@heidrick.com> wrote:

Let me know if you think we need a call to respond to this. JJ, I know you and I spoke Friday and you were going to draft an initial thought.

Ted.

From: Brian Mullaney [<mailto:brian@wonderwork.org>]

Sent: Thursday, October 08, 2015 10:44 AM

To: John Coneys; Ravi Kant; Dysart, Ted

Subject: board meeting follow up CONFIDENTIAL

CONFIDENTIAL

Gentlemen,

First of all I want to thank all of you for traveling to New York City for our board meeting this week.

I really appreciate the effort you all made to be there in person instead of on the phone.

I am writing to let you all know that I was disappointed in the way my “review” was handled and the board’s recommendation that my year-end bonus be reduced 20%.

As you know, when we initially determined my compensation package, I asked for the same level of comp that I had received at Smile Train for the previous six years which was a \$475,000 base and a \$250,000 year – end bonus.

I appreciate the salary/bonus combination instead of a straight salary of \$750,000 because it allows me to give back substantial amounts of my salary to WonderWork. You hired a compensation expert who gave you a professional opinion that my pay package of \$750,00 was “fair and reasonable.” My understanding was that if I do a great job that is what I will be paid as I have been for the past 10 years.

I do not expect my pay to be increased. Ever. At the same time I do not expect it to be reduced unless there is good reason to do so. What is really absurd about this situation is that you are taking away \$50,000 from me that I was not even going to accept. During our meeting, I told the board that if I received my usual bonus I would be giving back \$150,000 of it right away as part of our voluntary cost reduction plan all of our top managers agreed to in May. When I voluntarily reduce my salary by 20%, I do not understand why the board would feel the need to reduce it even more.

To date, I have given back more than \$250,000 to WonderWork. The additional \$150,000 that I am proposing would bring my total to \$400,000.

There are two issues that I am unhappy with.

The first is the process by which you made your decision without any meaningful participation by me and of course, your recommendation to reduce my bonus.

THE PROCESS

The “process” of my “review” was less than ideal. My year end review was completely omitted from our year end June board meeting because we ran out of time and I waited 4 months to discuss it this week. But somehow, there was little to no time left once again when we got to the matter at 11:45 Tuesday. JJ asked me for my perspective and I said briefly that it was a very difficult year but I thought I had done a very good job and I mentioned areas I thought I could improve on. I did not think that I had to defend my performance

or that there was any dissatisfaction with any board members with my performance. I rarely receive any feedback from our board, good or bad.

After I spoke, no one else did. No one mentioned that they were disappointed with my performance or complained about our results or asked me to explain anything.

No one made suggestions as how I could do a better job. There was zero feedback, good or bad on my performance. I was then asked to leave the room.

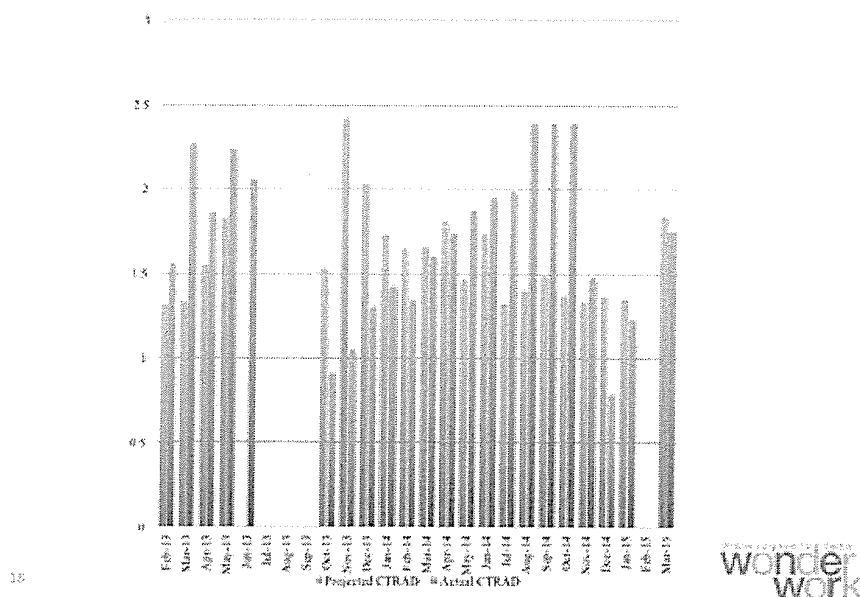
5 minutes later I was brought back into the room and told that the board had decided to reduce my bonus 20%. When I asked why I was told it was because of "direct mail performance." Please excuse my reaction when I was told this but in the 32 years I have worked in New York I have never had a bad review and I have never had my pay reduced except for when I chose to reduce it myself. I would have appreciated the opportunity to discuss whatever complaints or criticisms whatever board members have about my performance and how I felt short of the board's expectations. But again, I receive no specific feedback or comments. In my opinion, that is not the best way to conduct an annual review. As I told all of you, this was extremely de-motivating.

To make matters worse, I don't think our board is aware of what really caused our direct mail to fall short in FY 2015 and the role I played. Briefly, the new Prospect Database project was supposed to give us names to mail for 2 cents a piece instead of 8 cents. We did this with the same person, Amee, and same vendor, InfoGroup at Smile Train. The last year I was at Smile Train was able to generate 80 million names with a PDB at this rock bottom price. So you can understand why I had a lot of confidence in this project, and in Amee who I had worked with for many years. She had never been wrong before and I trusted her implicitly. When my team gave me mail plans in the spring and summer of 2014 to approve with projected CTRAD of \$1.33, \$1.45, \$1.50, I was thrilled.

But in 3-4 months when the results started coming in with actual CTRAD of \$2.50, \$3.00 and \$3.50 I was horrified.

For some reason, perhaps a variety of reasons, the PDB performed nowhere near to the projections I had approved.

CTRAD – Projected vs Actual – Acquisition



As you can see from this chart from our June board meeting that shows projected Acquisition performance against actual Acquisition performance, the first signs of trouble were in May and June. Those are the first months when Actual results, in red, start to come in higher than Projected results blue. As you can see our Cost To Raise A Dollar skyrocketed.

But remember, we didn't have these numbers until August and September. There is a 6-8 week delay until a campaign finishes and you have final results. I could not have pulled the plug on this any sooner than I did.

By September, we had already approved plans for September and October. The only mailings we could cancel were starting in November which I did over the very strenuous objections of all of our vendors and my entire direct mail team including Delois, Amee, Elaine, Janet and Vera. Delois told me I was "panicking" and we should stay the course. My entire team wanted to go ahead and mail 7 million more letters in November and 5 million more in December. If I had let them do that, we would have lost an addition \$3 million which equals almost our entire amount of unrestricted assets. If you wish, feel free to call Delois and ask her for her version of this.

When we asked Amee how we could fall so short of our projections, she said, "those weren't my projections" and then she left and got a job at Facebook. Since then, I have taken over the direct mail program and am running it myself to get it back on track. It is taking time but our new acquisition letter which I wrote and art directed is acquiring donors for a CTRAD of about \$1.20 versus the \$2.75 we were paying last September. I can't tell you how confusing it is to get direction from Ravi that I am "too involved" in direct mail and need to hire another person "like Amee" to run it. One of the challenges is that our board meets 3 times a year for a

total of 9 hours a year. (I work about 3,120 hours a year for WonderWork.) I don't think out board really understands how direct mail works, how we got in trouble and how we are trying to fix it.

If I had been given the chance to be in the room and address concerns, criticisms about direct mail, I would have been able to explain more of this, and answered questions, etc. Given the opportunity I could have told you a lot of things that you are not aware of and also may not understand. Direct mail can be very complicated and I don't know how fast you three can become experts in it when we meet less than 10 hours every year.

THE BOARD'S RECOMMENDATION TO REDUCE MY BONUS

Your recommendation to reduce my bonus is extremely unfair in my opinion. Regardless of what you may think of our direct mail performance and who is to blame for that, with little or no support from our board, we were able to raise \$7,848,000 from our major donors against our budget of \$3 million.

That includes \$4 million from Bill Thompson which is the 2nd largest donation we have ever received.

If you reduce my pay after I raise close to \$8 million, how much will you reduce it next year when I raise only \$4 million?

MY RECOMMENDATION

I recommend that we begin our board meeting in February with a discussion of how we can better handle my performance reviews. More importantly, we need agreement on what the expectations are. I think there may be a big disconnect between the board's expectations and mine. One challenge I feel is that WonderWork is a small business with 9 employees. It is not anything like the large corporations that most of our board members have experience with. Ravi, JJ and Ted, you work with the largest corporations in the world while WonderWork is tiny. That may be the biggest disconnect. Some of our new board prospects have extensive experience with non-profits, start-ups, and fundraising.

I recommend that instead of me receiving a \$200,000 bonus as the board recommended, I recommend that I receive half of that amount, as follows.

I am asking the board to approve my usual year-end bonus of \$250,000 with the understanding that I give back to WonderWork \$150,000 of that bonus.

This way I end up with \$100,000 versus the \$200,000 you offered me Tuesday.

That would be a much better deal for WonderWork and for me.

Please let me know if you think this is a fair and reasonable resolution.

I am happy to discuss on the phone if needed.

Thank you,

Brian

Brian Mullaney

Co-Founder/CEO

WonderWork

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New York, NY 10018

tel: 212.729.1855

cell: 917.902.7550

email: brian@wonderwork.org

www.WonderWork.org

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TIME magazine named WonderWork "One of 10 Ideas That Can Change The World."

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J. J. Coneys
(203) 550-6420

--

J. J. Coneys
(203) 550-6420

EXHIBIT 214

From: Hana Fuchs
Sent: Thursday, November 05, 2015 9:39 AM
To: Michele Sinesky; Angelissa Paulino
Subject: RE: Comment Mail Help
Attachments: FY14.2013 Form 990 (PIC).pdf

Brian has agreed to put the 990 and the audited financials on our website for future reference.
If you need a response immediately I would suggest you sent the Form 990.
The attached is the most recent.
Hana

From: Hana Fuchs
Sent: Thursday, November 05, 2015 9:25 AM
To: Michele Sinesky; Angelissa Paulino
Subject: RE: Comment Mail Help

The Form 990 has Brian's salary not the audited financials, but sending that may raise even more questions. Let me follow-up.
Thanks Hana

From: Michele Sinesky
Sent: Thursday, November 05, 2015 8:13 AM
To: Angelissa Paulino; Hana Fuchs
Subject: Re: Comment Mail Help

Hana,

What is our official answer when someone requests Brian's salary? Here is what I would do.

I would send him the financials with a very brief letter saying "thank you for your interest. I have enclosed our complete financial statement. If you have other questions, please call Michele Sinesky, Special Projects Coordinator. 609 680 0304. She will be happy to speak to you."

Let me know what you think.
m

From: Angelissa Paulino <angelissa@wonderwork.org>
Date: Monday, November 2, 2015 1:49 PM
To: Michele Sinesky <michele@wonderwork.org>
Subject: Comment Mail Help

Hi Michele,

We received a note from someone who isn't a donor saying:

"Before I can give to 20/20/20 I have to know the salary of the CEO and what amount goes to administrative costs."

I'm not quite sure how to answer that first part. Is there a template you go off for questions like this? Do you ignore the request or just answer it partially? I can send him the financials but I don't think I can send him the exact amount Brian earns. What would you recommend I do?

Best,

Angelissa Paulino
Donor Relations Associate
WonderWork

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More than 4 million people have watched this heart-warming video!

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